

105. In addition to the above, as a matter of practice, Kindred knowingly made, caused to be made, or used false records and statements within the medical records of numerous residents to support and mask its false claims for payment and certifications of compliance. Such conduct also violated 31 U.S.C. § 3729(a)(1)(B).

A. THE AMOUNT OF DAILY PAYMENT TO KINDRED UNDER MEDICARE AND MOST MEDICAID PROGRAMS HINGED UPON ACCURATE REPORTING ON THE MDS FORM

106. Medicare and the Alabama, Arizona, California, Connecticut, Colorado, Georgia, Indiana, Idaho, Kentucky, Maine, Massachusetts, Missouri, Montana, Nebraska, Nevada, New Hampshire, North Carolina, Ohio, Oregon, Pennsylvania, Tennessee, Utah, Vermont, Virginia, Washington, and Wisconsin Medicaid programs paid Kindred and other nursing home providers a predetermined daily amount on a per resident, per day basis. The per diem rate for each Medicare and Medicaid resident was determined, in part for Medicare and for most Medicaid programs, by the MDS assessment that was a *prerequisite to payment* for all Medicare and Medicaid claims.

107. The Medicare program uses a prospective payment system (“PPS”) to pay a predetermined daily rate to nursing homes (also called a per diem payment). *See* 63 Fed. Reg. 26,252, 26,259-60 (May 12, 1998). The Alabama, Arizona, California, Connecticut, Colorado, Georgia, Indiana, Idaho, Kentucky, Maine, Massachusetts, Missouri, Montana, Nebraska, Nevada, New Hampshire, North Carolina, Ohio, Oregon, Pennsylvania, Tennessee, Utah, Vermont, Virginia, Washington, and Wisconsin Medicaid programs use a similar per diem payment system.³⁸

³⁸ As previously noted, these states adjust the daily Medicaid payment amount based on the facilities CMS.

108. Medicare and Medicaid programs adjust the per diem rate based on a variety of factors. Medicare and most Medicaid programs recognize the differences in resources utilized by residents in determining a range of per diem reimbursement rates. Some residents require total assistance with their activities of daily living, while others require less assistance. The recognition of these differences forms the premise for Medicare's and most Medicaid programs' "case-mix" adjustment to the per diem rate which alters the reimbursement amount based on the resource needs of each resident in a particular nursing home. Residents with heavy care needs require more staff resources, and payment levels are higher than for those with less intensive care needs. In a case-mix adjusted payment system, the amount of reimbursement to a nursing home is based on the resource intensity of the resident as measured by items on the MDS, including *Section G*.³⁹

109. Accordingly, insomuch as these MDS ADLs are used to classify each resident into different case-mix categories called Resource Utilization Groups ("RUGs"), Kindred's coding of residents' needs and services provided directly influenced the amount of its Medicare and most Medicaid payments.

B. RELATIONSHIP BETWEEN MDS, RUGS, AND KINDRED'S MEDICARE PER DIEM PAYMENTS

110. The daily PPS/per diem rate that Medicare and the Arizona, Colorado, Georgia, Indiana, Idaho, Kentucky, Maine, Massachusetts, Montana, Nebraska, Nevada, New Hampshire, North Carolina, North Dakota, Ohio, Pennsylvania, Utah, Vermont, Virginia, Washington, and Wisconsin Medicaid programs pay a nursing facility depends, in part, on the RUG to which a resident is assigned which, as stated above, is calculated off a resident's MDS. Each distinct

³⁹ CMS's RAI Version 3.0 Manual, Chapter 6, *Medicare Skilled Nursing Facility Prospective Payment System (SNF PPS)*.

RUG is intended to reflect the anticipated costs associated with providing nursing and rehabilitation services to beneficiaries (*i.e.*, residents) with similar characteristics or resource needs. The number of possible RUGs categories and the corresponding payment rate depends on whether RUG-III or RUG-IV was in effect. For Medicare, for example, from January 1, 2006, to October 1, 2010, there were 53 RUGs in the RUG-III classification system. *See* 70 Fed. Reg. 45026 to 45031 (Aug. 4, 2005). After October 1, 2010, Medicare began the implementation of RUG-IV which recognized 66 possible resident classifications and payment rates. Regardless of whether payment was based on a RUG-III or RUG-IV classification, at all times material to this case, the per diem rate for Medicare and most Medicaid programs for each of the 53 to 65 RUGs categories⁴⁰ was based on CMS-initiated nursing home staff time measurement studies and estimated cost for required care.

111. The RUG-IV classification system has eight major classification categories: (1) Rehabilitation Plus Extensive Services, (2) Rehabilitation, (3) Extensive Services, (4) Special Care High, (5) Special Care Low, (6) Clinically Complex, (7) Behavioral Symptoms and Cognitive Performance Problems, and (8) Reduced Physical Function. All eight major categories, except for Extensive Services, are further subdivided based on the resident's *late loss* ADL score which enables Medicare (and/or a Medicaid program) to distinguish those nursing home residents requiring more care and therefore requiring more resources.⁴¹

⁴⁰ CMS has made certain modifications to the RUG-III structure through its RUG-IV classification system, which became effective October 1, 2010. CMS added new clinical RUG categories, modified the timeframe in which each assessment must be performed, required that nursing facilities assess changes in the level of therapy every seven days, and revised certain rules pertaining to group therapy, among other changes. 74 Fed. Reg. 40288 (Aug. 11, 2009).

⁴¹ CMS's RAI Version 3.0 Manual, Chapter 6.3, *Resource Utilization Groups Version IV (RUG-IV)*. Additionally, the Special Care High, Special Care Low, and Clinically Complex categories are also divided by the presence of depression. Finally, the Behavioral Symptoms and Cognitive Performance Problems and the Reduced Physical Function categories are divided by the provision of restorative nursing services.

112. In addition to reflecting a resident's rehabilitation therapy needs and special clinically complexities, each RUG also takes into account each resident's ability to perform and the staff support provided for the following four activities of daily living ("ADLs"): (1) toileting, (2) bed mobility, (3) transferring in and out of bed or chair, and (4) eating. These four ADL activities are known as "late-loss" ADLs because of the fact that they are generally the last physical functions to be lost in the cycle of life. For RUGs classification purposes, each resident received a "*late loss*" ADL score⁴² that is based on the resident's dependency levels and staff support that Kindred provided in *Section G* of the MDS. For example, a very dependent resident who (a) could not toilet, change position in bed, or transfer without assistance and (b) was provided 2-person staff support would receive the maximum "*late loss*" ADL score of 4 for each of these three *late loss* ADLs or a total *late loss* score of 12 (not including feeding).⁴³ Significantly, to obtain the highest "*late loss*" ADL score, highest RUG code, and largest Medicare (and/or Medicaid) reimbursement, a nursing home must claim in *Section G* of the MDS that the resident was provided the assistance of two staff members for a number of these "*late loss*" ADLs. In sum, the extent of the "*late loss*" ADL services required by a resident and actually provided by staff significantly impacts the resident's RUGs classification and the nursing home's corresponding payment from Medicare and most Medicaid programs.

113. The table below contains the October 1, 2012 RUG adjusted⁴⁴ rates paid by Medicare for nursing homes operated in Louisville, Jefferson County, Kentucky — the site of

⁴² CMS recognizes that the "*late loss*" ADL score is "very important component of the classification process." "Other ADLs are also very important, but the research indicates that the *late loss* ADLs predict resource use most accurately." See CMS RAI Version 3.0 Manual, CH 6: Medicare SNF PPS, page 6-24.

⁴³ Under MDS 2.0 which was in effect until October 1, 2010, the possible *late loss* ADL scoring ranged from 4 to 18. Under MDS 3.0, the *late loss* ADL scoring ranged/ranges from 0 -16.

⁴⁴ Medicare makes annual adjustments to RUGs rates based on but on locality and wage index. See 42 U.S.C § 1395yy(e)(4)(E)(ii)(IV).

Kindred's corporate headquarters. The first column identifies each of the 8 major RUG Categories that are associated with a rehabilitation level or clinical needs grouping. The second column provides an abbreviated description of the rehabilitation or clinical basis for the RUG grouping, and the third column provides the specific RUG payment classification utilizing a three letter code. Column four provides a breakdown of the possible MDS "late loss" ADL Scores for each RUG billing code, and the fifth and final column provides the corresponding per diem rate for each RUG classification.

Major RUG Category	RUG Description	RUG Billing Code	MDS Late Loss ADL Scores	RUG Daily Rate
1	RU (Rehab Ultra-High)	RUX	11 to 16	\$692.25
	RU (Rehab Ultra-High)	RUL	2 to 10	\$677.15
2	RU (Rehab Ultra-High)	RUC	11 to 16	\$524.80
	RU (Rehab Ultra-High)	RUB	6 to 10	\$524.80
	RU (Rehab Ultra-High)	RUA	0 to 5	\$438.81
	RV (Rehab Very High)	RVX	11 to 16	\$616.15
	RV (Rehab Very High)	RVL	2 to 10	\$552.79
	RV (Rehab Very High)	RVC	11 to 16	\$450.22
	RV (Rehab Very High)	RVB	6 to 10	\$389.87
	RV (Rehab Very High)	RVA	0 to 5	\$388.37
	RH (Rehab High)	RHX	11 to 16	\$558.24
	RH (Rehab High)	RHL	2 to 10	\$497.91
	RH (Rehab High)	RHC	11 to 16	\$392.30
	RH (Rehab High)	RHB	6 to 10	\$353.09
	RH (Rehab High)	RHA	0 to 5	\$310.84
	RM (Rehab Medium)	RMX	11 to 16	\$512.08
	RM (Rehab Medium)	RML	2 to 10	\$469.85
	RM (Rehab Medium)	RMC	11 to 16	\$344.64
	RM (Rehab Medium)	RMB	6 to 10	\$323.52
	RM (Rehab Medium)	RMA	0 to 5	\$266.20
	RL (Rehab Low)	RLX	2 to 16	\$449.72
	RL (Rehab Low)	RLB	11 to 16	\$335.07
	RL (Rehab Low)	RLA	0 to 10	\$215.90
3	ES (Extensive Services)	ES3	2 to 16	\$632.00

Major RUG Category	RUG Description	RUG Billing Code	MDS Late Loss ADL Scores	RUG Daily Rate
	ES (Extensive Services)	ES2	2 to 16	\$494.73
	ES (Extensive Services)	ES1	2 to 16	\$441.92
4	(Special Care High)	HE2	15 to 16	\$426.84
	(Special Care High)	HD2	11 to 14	\$399.68
	(Special Care High)	HC2	6 to 10	\$377.07
	(Special Care High)	HB2	2 to 5	\$372.53
	(Special Care High)	HE1	15 to 16	\$354.43
	(Special Care High)	HD1	11 to 14	\$333.32
	(Special Care High)	HC1	6 to 10	\$315.21
	(Special Care High)	HB1	2 to 5	\$312.20
5	(Special Care Low)	LE2	15 to 16	\$387.62
	(Special Care Low)	LD2	11 to 14	\$372.53
	(Special Care Low)	LC2	6 to 10	\$327.28
	(Special Care Low)	LB2	2 to 5	\$310.68
	(Special Care Low)	LE1	15 to 16	\$324.26
	(Special Care Low)	LD1	11 to 14	\$312.20
	(Special Care Low)	LC1	6 to 10	\$275.99
	(Special Care Low)	LB1	2 to 5	\$263.91
6	(Clinically Complex)	CE2	15 to 16	\$345.37
	(Clinically Complex)	CD2	11 to 14	\$327.28
	(Clinically Complex)	CC2	6 to 10	\$286.55
	(Clinically Complex)	CB2	2 to 5	\$265.43
	(Clinically Complex)	CA2	0 to 1	\$224.70
	(Clinically Complex)	CE1	15 to 16	\$318.22
	(Clinically Complex)	CD1	11 to 14	\$300.13
	(Clinically Complex)	CC1	6 to 10	\$265.43
	(Clinically Complex)	CB1	2 to 5	\$245.82
	(Clinically Complex)	CA1	0 to 1	\$209.62
7	(Behavior Symptoms and Cognitive Performance)	BB2	2 to 5	\$238.27
	(Behavior Symptoms and Cognitive Performance)	BA2	0 to 1	\$197.55
	(Behavior Symptoms and Cognitive Performance)	BB1	2 to 5	\$227.71
	(Behavior Symptoms and Cognitive Performance)	BA1	0 to 1	\$188.50
8	(Reduced Physical Functioning)	PE2	15 to 16	\$318.22
	(Reduced Physical Functioning)	PD2	11 to 14	\$300.13
	(Reduced Physical Functioning)	PC2	6 to 10	\$257.89
	(Reduced Physical Functioning)	PB2	2 to 5	\$218.67

Major RUG Category	RUG Description	RUG Billing Code	MDS Late Loss ADL Scores	RUG Daily Rate
	(Reduced Physical Functioning)	PA2	0 to 1	\$180.95
	(Reduced Physical Functioning)	PE1	15 to 16	\$303.14
	(Reduced Physical Functioning)	PD1	11 to 14	\$285.03
	(Reduced Physical Functioning)	PC1	6 to 10	\$245.82
	(Reduced Physical Functioning)	PB1	2 to 5	\$209.62
	(Reduced Physical Functioning)	PA1	0 to 1	\$173.40

Table 4: RUG Rates for Jefferson County, Kentucky—October 1, 2012

114. The RUG billing is incorporated into the Health Insurance Prospective Payment System (HIPPS) code that Kindred submits to Medicare (or to the Medicaid programs in Arizona, Colorado, Georgia, Indiana, Idaho, Kentucky, Maine, Massachusetts, Montana, Nebraska, Nevada, New Hampshire, North Carolina, Ohio, Pennsylvania, Utah, Vermont, Virginia, Washington, and Wisconsin) and would affect the amount paid to Kindred.

115. Kindred used CMS software, or private software developed with the CMS tools, to encode and electronically transmit to Medicare and/or Medicaid its residents' most current MDS assessment data and to automatically convert the data into a RUG billing group/HIPPS code which it submitted per resident on at least a monthly basis as part of its request for payment. In the PPS/per diem claims submitted by Kindred to Medicare and Medicaid programs, the first three characters in the HIPPS code matched the RUG billing code and the last two characters defined the applicable payment periods and the type of assessment.

116. Accordingly, submission of false MDS forms were also false statements that caused Medicare and the Arizona, Colorado, Georgia, Indiana, Idaho, Kentucky, Maine, Massachusetts, Montana, Nebraska, Nevada, New Hampshire, North Carolina, Ohio, Pennsylvania, Utah, Vermont, Virginia, Washington, and Wisconsin Medicaid programs to pay Kindred in excess of what Kindred was actually entitled to receive.

VIII. KINDRED FINANCED ITS EXPANSION STRATEGY, DEBT, AND OVERHEAD BY STEALING FROM THE GOVERNMENT

117. During the time period described above in which Kindred has conspired to defraud the government of millions of dollars in Medicare and Medicaid reimbursements, its revenues and returns on investment have grown to record levels. As part of its corporate strategy to diversify and expand its long-term care brand, Kindred has gobbled up long-term care hospitals, hospice, and rehabilitation therapy businesses across the country. The aggressive growth and diversification of this Fortune 500 company was financed on the back of the nursing home Medicare and Medicaid reimbursement system. The immense debt that funded Kindred's expansion was raised, secured, and serviced by its strong nursing home cash flows provided primarily by the Medicare and Medicaid systems or, more precisely, taxpayers. Rather than deploying its Medicare and Medicaid funds in a manner to ensure that the most basic needs of its vulnerable residents were met, Kindred diverted taxpayer dollars specifically earmarked for nursing home care to fund its purchase of non-nursing home related businesses, to pay for massive corporate administrative expenses and maintain compliance with its stringent financial covenants with lenders that prescribed specific EBITDA/EBITDAR targets and other financial ratios for its nursing home operations. This scheme siphoned off critical Medicare and Medicaid dollars from nursing homes that could have paid for critically needed nurse aide staffing throughout the timeframe of 2008 to the present. For example, rather than using such funds, as intended (to provide care to meet the needs of its residents), Kindred reallocated and repurposed these resources to pay in part for Kindred's:

- a. Bloated corporate overhead and home office cost in excess of \$1.1 Billion from 2008 through 2014 (\$133 Million in 2008; \$135 Million in 2009, \$134 Million in

2010, \$175 Million in 2011, \$179 Million in 2012, \$176 Million in 2013, and \$201 Million in 2014);⁴⁵

- b. Self-dealing through its related-party subsidiaries and internal corporate charges that drained over \$2.0 Billion from the conglomerate's nursing home revenue stream between 2008 and 2014;⁴⁶
- c. Lavish compensation and performance bonuses paid to the top senior executives despite the fact that Kindred's revenue stream primarily derived from government funding;⁴⁷
- d. Costly private, corporate jet travel across the United States,⁴⁸ and
- e. Substantial indebtedness totaling \$1.6 Billion as of December 31, 2013⁴⁹ that was not only incurred to support Kindred's aggressive growth and diversification strategy but also required it to:
 - i. Dedicate a substantial portion of the cash flows, including those from Kindred's nursing home operations, to make debt service payments on this indebtedness (Kindred's annual interest expense alone has grown fifteen fold since 2010 from \$7 Million to \$107 Million in 2012 and \$108 Million in 2013),⁵⁰ and

⁴⁵ See Kindred's SEC 10-K Annual Reports for fiscal year ending December 31, 2008 to 2014.

⁴⁶ See Skilled Nursing Facility and Skilled Nursing Facility Healthcare Complex Cost Report and worksheets for all individual Kindred nursing homes from 2008 to most currently available.

⁴⁷ See Kindred's SEC 10-K Annual Reports for fiscal year ending December 31, 2008 to 2014.

⁴⁸ See the locations and frequency of Kindred's private corporate jet travel across the United States at <http://projects.wsj.com/jettracker/#a=&d=&e=2011-01-01&m=grouped&o=KINDRED+HEALTHCARE+INC&p=0&s=2007-01-01&sort=d&t=N196SB&v=table>

⁴⁹ See Kindred's SEC 10-K Annual Reports for fiscal year ending December 31, 2013.

⁵⁰ See Kindred's SEC 10-K Annual Reports for fiscal years ending December 31, 2010, 2012, 2013, and 2014.

- ii. Comply with the restrictive covenants contained in the loan agreements governing its \$1.6 Billion debt which included significant operating limitations on how nursing home revenues were used, imposed through a variety of financial thresholds and ratios—the breach of which subjected Kindred to default.⁵¹

118. Furthermore, Kindred’s willingness to drain revenues from nursing home operations in order to support the expansion of its non-nursing-home-related businesses is seen in its May 30, 2013 Credit Agreement with JP Morgan. There, Kindred pledged the resources of over 250 of its subsidiaries, including its nursing home operators as “Restricted Guarantors,” to service and secure *all of Kindred’s debt*, regardless of which Kindred sector used the borrowed money to expand. As guarantors, these subsidiaries were obligated “to maintain working capital, equity capital or any other financial statement condition or liquidity of the primary obligor so as to enable the primary obligor to pay such Indebtedness or other obligation.” In short, not only were taxpayers and nursing home residents ultimately saddled with the cost of this complex transaction, they were also hobbled by Defendants’ staggering corporate overhead, related-party transactions, immense debt service payments and restrictive loan covenants which drained vital funds from each nursing home.

⁵¹ For example, see *Term Loan Credit Agreement* between Kindred and JP Morgan Chase Bank, et. al, dated June 1, 2011, wherein Article 6, Section 6.01--Financial Ratios, prescribes that Kindred’s consolidated EBITDAR divided by its consolidated fixed charges (interest expense plus rent expense) will not be less than a ratio of 1.25 to 1 or be subject to default under Article 8. Accordingly, Kindred contractually bound itself to a loan agreement that potentially conflicted with its obligation to utilize its nursing home resources effectively and efficiently to meet the care needs of residents under the Social Security Act §§ 1819(d)(1) and 1919(d)(1). Clearly, as Kindred’s financial ratios dropped closer to the loan’s default line (1.25 to 1), the more pressure Kindred was under to reduce its nursing home resource expenditures and/or to increase its nursing home revenues.

IX. KINDRED'S CORPORATE STRUCTURE

119. Defendants Kindred Healthcare, Inc., Kindred Healthcare Operating, Inc.; Kindred Healthcare Services, Inc.; Kindred Nursing Centers, East, LLC; Kindred Nursing Centers West, LLC; Kindred Nursing Centers South, LLC; and Kindred Nursing Centers North, LLC *directly participated* in the false claim violations described above at the subject nursing homes by:

- a. requiring Kindred nursing homes to increase their occupancy rates and target high acuity residents, whose needs were well beyond the care capabilities of the nursing home's staff;
- b. directing Kindred's nursing homes to: (i) recruit and admit high acuity residents and increase resident; and (ii) retain residents whose needs exceeded the qualification and care capability of the nursing home staff;
- c. determining and controlling at each Kindred nursing home: (i) the numbers of staff and hours of labor at each facility, (ii) the expenditures for labor, (iii) the revenue targets, census targets and payor-mix targets, and (iv) resident recruitment strategies and discharge practices;
- d. overriding the decisions of nursing home administrators, department heads and licensed nursing staff charged with the legal responsibility for determining the staffing necessary to meet the needs of residents; and
- e. submitting claims for payment on behalf of its nursing homes and centrally controlling the claims and reimbursement process at each nursing home.

120. Further, Defendants and the nursing homes listed in *Exhibits 1-2* were the alter egos of one another, each forming a part of a single entity. Defendants exerted pervasive and

continual control over the nursing homes listed in *Exhibits 1-2* such that the nursing homes were mere agents, instrumentalities and conduits through which Defendants did business.

121. Kindred Healthcare, Inc. filed consolidated financial statements and consolidated statements of operations of its subsidiaries with the Securities and Exchange Commission. Such consolidation was proper pursuant to Generally Accepted Accounting Standards because Kindred Health Care, Inc. controlled the other named subsidiary entities. More specifically, each of wholly-owned nursing homes subsidiary identified in *Exhibits 1 and 2* were mere instrumentalities or conduits through which Kindred Healthcare, Inc. did business.⁵²

122. Furthermore, at all times material, Defendants treated the funds of one entity as the funds of another. Defendants collected, distributed and shared the revenues, profits, and assets of its nursing homes. They also continually siphoned all the revenues from each of the individual nursing homes including those listed in *Exhibits 1-2* into a centralized master account. Additionally, Defendants diverted revenues away from nursing homes to related business entities. Without control of their revenues and with no significant assets, Kindred's nursing homes were entirely dependent on Defendants for their continued existence and ongoing operations.

123. Each of Kindred's nursing homes were grossly undercapitalized with essentially all cash generated by the nursing home's operations swept into accounts controlled by the Defendants. The Defendants collected and managed all revenues created by operations of its nursing homes and controlled all of their expenditures.

⁵² For example in the *Corchaine*, Commonwealth of Massachusetts Superior Court Case No 2012-0267, Kindred Healthcare, Inc., Kindred Healthcare Operating, Inc. and Kindred Nursing Centers East LLC stipulated that they were doing business as Kindred Transitional Care and Rehabilitation-Malborough and acknowledged that they should be considered a single entity.

124. Defendants and the nursing homes portrayed themselves as a single entity, publicly promoting themselves as a unified nation-wide operation through brochures, marketing materials, website, communications with the media, as well as correspondence to state licensing and certification agencies. Kindred Healthcare, Inc. is a vertically-integrated company that uses "Kindred" as a brand, often branding its facilities by using Kindred in their name and inserting Kindred's logo throughout facility policies, procedures, and forms, as well as the medical records of residents. Kindred Healthcare, Inc. holds the trademark for the Kindred logos that are found on virtually all its nursing homes' signs, advertisements, medical records, policies, contracts, and websites.

125. Defendants also provided a broad range of administrative, consulting, and support services to Kindred's nursing homes, including accounting and administrative services, auditing, compliance services, cost report preparation and audit representation, legal services, operational consulting and oversight support, and local, state, and federal tax preparation.

126. Accordingly, there is and was sufficient unity of interest and ownership among and between each Defendant and the subject nursing homes, such that the acts of one were for the benefit of and could be imputed to all others. Further, at all times herein mentioned, each Defendant acted as the agent and partner of, conspired and participated in a joint venture with the remaining Defendants. Furthermore, in engaging in the conduct described below, the Defendants all acted with the express or implied knowledge, consent, authorization, approval, and/or ratification of their Co-Defendants.

X. COUNTS

COUNT ONE

Federal False Claims Act, 31 U.S.C. § 3729(a)(1)(A)

127. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

128. This is a claim for treble damages and civil penalties under the False Claims Act, 31 U.S.C. § 3729(a)(1)(A).

129. By virtue of the conduct described above, Defendants knowingly, deliberately, and/or in reckless disregard of the truth presented or caused to be presented to Medicare, Medicaid and other Government funded health insurance programs and/or to the contractors that ran these programs on behalf of the Government false or fraudulent claims for the improper payment or approval of nursing home services.

130. Defendants knowingly, deliberately, and/or in reckless disregard of the truth, supported and continue to support claims to Medicare, Medicaid and other Government funded health insurance programs and/or to the contractors that ran these programs on behalf of the Government false or fraudulent claims for the improper payment or approval of nursing home services.

131. The United States and its contractors, unaware of the falsity or fraudulent nature of the claims that the Defendants caused to be submitted, paid for claims that otherwise would not have been allowed.

132. By reason of these payments, the United States has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWO
Federal False Claims Act, 31 U.S.C. § 3729(a)(1)(B)

133. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

134. This is a claim for treble damages and civil penalties under the False Claims Act, 31 U.S.C. § 3729(a)(1)(B).

135. By virtue of the conduct described above, Defendants knowingly made, used, or caused to be made or used false statements material to false or fraudulent claims submitted to Medicare, Medicaid and other Government funded health insurance programs and/or to the contractors that ran these programs on behalf of the Government false or fraudulent claims for the improper payment or approval of nursing home services.

136. Defendants knowingly, deliberately, and/or in reckless disregard of the truth, supported and continue to support claims to Medicare, Medicaid and other Government funded health insurance programs and/or to the contractors that ran these programs on behalf of the Government false or fraudulent claims for the improper payment or approval of nursing home services.

137. The United States and its contractors, unaware of the falsity of the statements made, used, or caused to be made or used by Defendants, paid for claims that otherwise would not have been allowed.

138. By reason of these payments, the United States has been damaged, and continues to be damaged, in a substantial amount.

COUNT THREE
California False Claims Act, Cal. Gov't Code § 12651(a)(1)

139. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

140. This is a claim for treble damages and civil penalties under the California False Claims Act. Cal. Gov't Code § 12651 *et seq.*

141. By virtue of conduct described above, Defendants knowingly presented or caused to be presented to the California Medicaid Program (i.e., Medi-Cal) false or fraudulent claims for improper payment for nursing home services.

142. The California Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendant, paid for claims that otherwise would not have been allowed.

143. By reason of these payments, the California Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT FOUR

Colorado Medicaid False Claims Act, Colo. Rev. Stat. § 25.5-4-303.5 (1)(a)

144. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

145. This is a claim for treble damages and civil penalties under the Colorado Medicaid False Claims Act, Colo. Rev. Stat. § 25.5-4-303.5, *et seq.*

146. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Colorado Medicaid Program false or fraudulent claims for payment or approval for improper payment for nursing home services.

147. The Colorado Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

148. By reason of these payments, the Colorado Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT FIVE

Colorado Medicaid False Claims Act, Colo. Rev. Stat. § 25.5-4-303.5 (1)(b)

149. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

150. This is a claim for treble damages and civil penalties under the Colorado Medicaid False Claims Act, Colo. Rev. Stat. § 25.5-4-303.5, *et seq.*

151. By virtue of the conduct described above, Defendants knowingly made, used or caused to made or used false records or statements material to a false or fraudulent claim made to the Colorado Medicaid Program for improper payment for nursing home services.

152. The Colorado Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

153. By reason of these payments, the Colorado Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT SIX
Connecticut False Claims Act, Conn. Gen. Stat. § 17B-301B(a)(1)

154. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

155. This is a claim for treble damages and civil penalties under the Connecticut False Claims Act, Conn. Gen. Stat. § 17b-301b, *et seq.*

156. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Connecticut Medicaid Program false or fraudulent claims for improper payment for nursing home services.

157. The Connecticut Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

158. By reason of these payments, the Connecticut Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT SEVEN
Connecticut False Claims Act, Conn. Gen. Stat. § 17b-301b(a)(2)

159. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

160. This is a claim for treble damages and civil penalties under the Connecticut False Claims Act, Conn. Gen. Stat. § 17b-301b, *et seq.*

161. By virtue of the conduct described above, Defendants knowingly made, used or caused to made or used false records or statements material to a false or fraudulent claim made to the Connecticut Medicaid Program false or fraudulent claims for improper payment for nursing home services.

162. The Connecticut Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendant, paid for claims that otherwise would not have been allowed.

163. By reason of these payments, the Connecticut Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT EIGHT
Georgia False Medicaid Claims Act, Ga. Code Ann. § 49-4-168.1(a)(1)

164. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

165. This is a claim for treble damages and civil penalties under the Georgia False Medicaid Claims Act, Ga. Code Ann. § 49-4-168.1(a)(1).

166. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Georgia Medicaid program false or fraudulent claims for improper payment for nursing home services.

167. Georgia, unaware of the falsity or fraudulent nature of the claims that the Defendants caused to be submitted, paid for claims that otherwise would not have been allowed.

168. By reason of these payments, Georgia has been damaged, and continues to be damaged, in a substantial amount.

COUNT NINE
Georgia False Medicaid Claims Act, Ga. Code Ann. § 49-4-168.1(a)(2)

169. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

170. This is a claim for treble damages and civil penalties under the Georgia False Medicaid Claims Act, Ga. Code Ann. § 49-4-168.1(a)(2).

171. By virtue of the conduct described above, Defendants knowingly made, used, or caused to be made or used false statements material to false or fraudulent claims for improper payment for nursing home services.

172. Georgia, unaware of the falsity of the statements made, used, or caused to be made or used by Defendants, paid for claims for nursing home services that otherwise would not have been allowed.

173. By reason of these payments, Georgia has been damaged, and continues to be damaged, in a substantial amount.

COUNT TEN
Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(1)

174. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

175. This is a claim for treble damages and civil penalties under the Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(1).

176. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Georgia Medicaid program and other government funded health insurance programs false or fraudulent claims for improper payment for nursing home services.

177. Georgia, unaware of the falsity or fraudulent nature of the claims that the Defendants caused to be submitted, paid for claims that otherwise would not have been allowed.

178. By reason of these payments, Georgia has been damaged, and continues to be damaged, in a substantial amount.

COUNT ELEVEN

Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(2)

179. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

180. This is a claim for treble damages and civil penalties under the Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(2).

181. By virtue of the conduct described above, Defendants knowingly made, used, or caused to be made or used false statements to the Georgia Medicaid program and other government funded health insurance programs material to false or fraudulent claims for improper payment for nursing home services.

182. Georgia, unaware of the falsity of the statements made, used, or caused to be made or used by Defendants, paid for claims that otherwise would not have been allowed.

183. By reason of these payments, Georgia has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWELVE
Indiana False Claims and Whistleblower Protection Act,
Indiana Code § 5-11-5.5-2(b)(1)

184. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

185. This is a claim for treble damages and civil penalties under the Indiana False Claims and Whistleblower Protection Act, Indiana Code § 5-11-5.5.

186. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Indiana Medicaid Program false or fraudulent claims for improper payment for nursing home services.

187. The Indiana Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

188. By reason of these payments, the Indiana Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT THIRTEEN
Indiana False Claims and Whistleblower Protection Act,
Indiana Code § 5-11-5.5-2(b)(2)

189. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

190. This is a claim for treble damages and civil penalties under the Indiana False Claims and Whistleblower Protection Act, Indiana Code § 5-11-5.5.

191. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used a false record or statement to obtain payment or approval of a false claim from the Indiana Medicaid Program false or fraudulent claims for improper payment for nursing home services.

192. The Indiana Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendant, paid for claims that otherwise would not have been allowed.

By reason of these payments, the Indiana Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT FOURTEEN

Massachusetts False Claims Act, Mass. Ann. Laws Ch. 12, § 5(B)

193. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

194. This is a claim for treble damages and civil penalties under the Massachusetts False Claims Act. Mass. Ann. Laws ch. 12, § 5(B)(a)(1).

195. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Massachusetts Medicaid Program false or fraudulent claims for improper payment for nursing home services.

196. The Massachusetts Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

197. By reason of these payments, the Massachusetts Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT FIFTEEN

Massachusetts False Claims Act, Mass. Ann. Laws Ch. 12, § 5(B)

198. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

199. This is a claim for treble damages and civil penalties under the Massachusetts False Claims Act. Mass. Ann. Laws ch. 12, § 5(B)(a)(2).

200. By virtue of the conduct described above, Defendants knowingly made, used or caused to made or used a false record or statement material to a claim made to Massachusetts Medicaid Program false or fraudulent claims for improper payment for nursing home services.

201. The Massachusetts Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

202. By reason of these payments, the Massachusetts Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT SIXTEEN

Montana False Claims Act, Mont. Code Ann. § 17-8-403(1)(a)

203. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

204. This is a claim for treble damages and civil penalties under the Montana False Claims Act. Mont. Code Anno. § 17-8-401 *et seq.*

205. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Montana Medicaid Program false or fraudulent claims for nursing homes services.

206. The Montana Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

207. By reason of these payments, the Montana Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT SEVENTEEN

Montana False Claims Act, Mont. Code Ann. § 17-8-403(1)(b)

208. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

209. This is a claim for treble damages and civil penalties under the Montana False Claims Act. Mont. Code Anno. § 17-8-401 *et seq.*

210. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Montana Medicaid Program for nursing homes services.

211. The Montana Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

212. By reason of these payments, the Montana Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT EIGHTEEN

Nevada False Claims Act, Nev. Rev. Stat. § 357.040(1)(a)

213. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

214. This is a claim for treble damages and civil penalties under the Nevada False Claims Act. Nev. Rev. Stat. § 357.010 *et seq.*

215. By virtue of the conduct described above, Defendants knowingly caused to be presented to the Nevada Medicaid Program false or fraudulent claims for improper payment for nursing home services.

216. The Nevada Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

217. By reason of these payments, the Nevada Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT NINETEEN

Nevada False Claims Act, Nev. Rev. Stat. § 357.040(1)(b)

218. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

219. This is a claim for treble damages and civil penalties under the Nevada False Claims Act. Nev. Rev. Stat. § 357.010 *et seq.*

220. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Nevada Medicaid Program for nursing home services.

221. The Nevada Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

222. By reason of these payments, the Nevada Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY
New Hampshire Medicaid Fraud and False Claims,
N.H. Rev. Stat. Ann. § 167:61–b(I)(a)

223. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

224. This is a claim for treble damages and civil penalties under the New Hampshire Medicaid Fraud and False Claims Law, N.H. Rev. Stat. Ann. § 167:61, *et seq.*

225. By virtue of the conduct described above, Defendants knowingly caused to be presented to the New Hampshire Medicaid Program false or fraudulent claims for improper payment for nursing home services.

226. The New Hampshire Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

227. By reason of these payments, the New Hampshire Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-ONE
New Hampshire Medicaid Fraud and False Claims,
N.H. Rev. Stat. Ann. § 167:61–b(I)(a)

228. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

229. This is a claim for treble damages and civil penalties under the New Hampshire Medicaid Fraud and False Claims Law, N.H. Rev. Stat. Ann. § 167:61, *et seq.*

230. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the New Hampshire Medicaid Program for improper payment for nursing home services.

231. The New Hampshire Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

232. By reason of these payments, the New Hampshire Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-TWO

North Carolina False Claims Act, N.C. Gen. Stat. § 1-605(a)(1)

233. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

234. This is a claim for treble damages and civil penalties under the North Carolina False Claims Act, N.C. Gen. Stat. § 1-605 *et seq.*

235. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the North Carolina Medicaid program false or fraudulent claims for payment or approval for nursing home services.

236. The North Carolina Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

237. By reason of these payments, the North Carolina Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-THREE
North Carolina False Claims Act, N.C. Gen. Stat. § 1-605(a)(2)

238. Relators re-allege and incorporate the allegations contained in the preceding paragraphs of this Complaint.

239. This is a claim for treble damages and civil penalties under the North Carolina False Claims Act, N.C. Gen. Stat. § 1-605 *et seq.*

240. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the North Carolina Medicaid program for nursing home services.

241. The North Carolina Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

242. By reason of these payments, the North Carolina Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-FOUR
Tennessee Medicaid False Claims Act, Tenn. Code Ann. § 71-5-182(a)(1)(A) and
Tennessee False Claims Act, Tenn. Code Ann. § 4-18-103(a)(1)

243. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

244. This is a claim for treble damages and civil penalties under the Tennessee Medicaid False Claims Act, and the Tennessee False Claims Act. Tenn. Code Ann. § 71-5-181 *et seq.*; Tenn. Code Ann. § 4-18-101 *et seq.*

245. By virtue of the conduct described above, Defendants knowingly caused to be presented to the Tennessee Medicaid Program false or fraudulent claims for improper payment for nursing home services.

246. The Tennessee Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

247. By reason of these payments, the Tennessee Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-FIVE

**Tennessee Medicaid False Claims Act, Tenn. Code Ann. § 71-5-182(a)(1)(B) and
Tennessee False Claims Act, Tenn. Code Ann. § 4-18-103(a)(2)**

248. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

249. This is a claim for treble damages and civil penalties under the Tennessee Medicaid False Claims Act, and the Tennessee False Claims Act. Tenn. Code Ann. § 71-5-181 *et seq.*; Tenn. Code Ann. § 4-18-101 *et seq.*

250. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Tennessee Medicaid Program for nursing home services.

251. The Tennessee Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

252. By reason of these payments, the Tennessee Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-SIX

Virginia Fraud Against Taxpayers Act, Va. Code Ann. §8.01-216.3(A)(1)

253. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

254. This is a claim for treble damages and civil penalties under the Virginia Fraud Against Taxpayers Act. Va. Code Ann. §8.01-21.6 *et seq.*

255. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Virginia Medicaid Program false or fraudulent claims for improper payment for nursing home services.

256. The Virginia Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

257. By reason of these payments, the Virginia Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-SEVEN
Virginia Fraud Against Taxpayers Act, Va. Code Ann. §8.01-216.3(A)(2)

258. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

259. This is a claim for treble damages and civil penalties under the Virginia Fraud Against Taxpayers Act. Va. Code Ann. §8.01-21.6 *et seq.*

260. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Virginia Medicaid Program for nursing home services.

261. The Virginia Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

262. By reason of these payments, the Virginia Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-EIGHT
Washington Medicaid Fraud False Claims Act,
Rev. Code Wash. § 74.66.020(1)(a)

263. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

264. This is a claim for treble damages and civil penalties under the Washington Medicaid Fraud False Claims Act, Rev. Code Wash. § 48.80.010 *et seq.*

265. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Washington Medicaid Program false or fraudulent claims for payment or approval for nursing home services.

266. The Washington Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendant, paid for claims that otherwise would not have been allowed.

267. By reason of these payments, the Washington Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT TWENTY-NINE
Washington Medicaid Fraud False Claims Act,
Rev. Code Wash. § 74.66.020(1)(b)

268. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

269. This is a claim for treble damages and civil penalties under the Washington Medicaid Fraud False Claims Act, Rev. Code Wash. § 48.80.010 *et seq.*

270. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Washington Medicaid Program for nursing home services.

271. The Washington Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendant, paid for claims that otherwise would not have been allowed.

272. By reason of these payments, the Washington Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT THIRTY
Wisconsin False Claims Act, Wis. Stat. § 20.931(2)(a)

273. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

274. This is a claim for treble damages and civil penalties under the Wisconsin False Claims Act. Wis. Stat. § 20.931 *et seq.*

275. By virtue of the conduct described above, Defendants knowingly presented or caused to be presented to the Wisconsin Medicaid Program false or fraudulent claims for payment or approval for nursing home services.

276. The Wisconsin Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

277. By reason of these payments, the Wisconsin Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

COUNT THIRTY-ONE
Wisconsin False Claims Act, Wis. Stat. § 20.931(2)(b)

278. Relators re-allege and incorporate by reference the allegations contained in the preceding paragraphs of this Complaint.

279. This is a claim for treble damages and civil penalties under the Wisconsin False Claims Act. Wis. Stat. § 20.931 *et seq.*

280. By virtue of the conduct described above, Defendants knowingly made, used or caused to be made or used false records or statements to get a false claim paid or approved by the Wisconsin Medicaid Program for nursing home services.

281. The Wisconsin Medicaid Program, unaware of the falsity or fraudulent nature of the claims caused by Defendants, paid for claims that otherwise would not have been allowed.

282. By reason of these payments, the Wisconsin Medicaid Program has been damaged, and continues to be damaged, in a substantial amount.

XI. REQUEST FOR TRIAL BY JURY

Pursuant to Rule 38 of the Federal Rules of Civil Procedure, the Relators hereby demand a trial by jury.

WHEREFORE, Plaintiffs/Relators, on behalf of themselves, the United States of America and the *Qui Tam* States, demands and prays that judgment be entered as follows against the Defendants under the Federal FCA Counts and under supplemental FCA counts, as follows:

(a) In favor of the United States against Defendants for treble the amount of damages to the United States, Medicare, Medicaid and other Government Funded Health Insurance Programs, from the false or fraudulent claims for improper payment or approval of nursing home services alleged herein plus the maximum civil penalties (plus interest) for each false claim caused to be submitted, for each false record submitted by Defendants conspiracy to submit false claims;

(b) In favor of the United States and/or the *Qui Tam* States against the Defendants for disgorgement of the profits earned by the Defendants as a result of their false or fraudulent claims for improper payment or approval of nursing home services alleged herein;

(c) In favor of Plaintiffs/Relators for the maximum allowed pursuant to 31 U.S.C. §3730(d) to include reasonable expenses, attorney's fees and costs incurred by Plaintiffs/Relators;

(d) For all costs of this Federal FCA civil action;

(e) In favor of the Plaintiffs/Relators and the United States for such other relief as this Court deems just and equitable;

(f) In favor of the Plaintiffs/Relators and the *Qui Tam* states against Defendants in an amount equal to three times the amount of damages that the *Qui Tam* States have sustained as a result of the Defendants' actions, as well as the statutory maximum penalty against the Defendants for each violation of each state's FCA;

(g) In favor of Plaintiffs/Relators for the maximum amount allowed as Plaintiff/Relator's share pursuant to the *Qui Tam* States FCAs as follows: the California False Claims Act, Cal Govt. Code §12651(a) *et seq.*; Colorado Medicaid False Claims Act, § 25.5-4-303.5, *et seq.*; Connecticut False Claims Act For Medical Assistance Programs, §17b-301, *et*

seq.; Georgia False Medicaid Claims Act, GA. Code Ann. §49-4-168.1(a)(1) and §49-4-168.1(A)(2); Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(1); Georgia Taxpayer Protection False Claims Act, Ga. Code Ann. § 23-3-121(a)(2); Indiana False Claims and Whistleblower Protection Act, Indiana Code § 5-11-5.5-2(b)(1); Indiana False Claims and Whistleblower Protection Act, Indiana Code § 5-11-5.5-2(b)(2); Massachusetts False Claims Act, Mass. Ann. Laws Ch. 12, § 5(B); Massachusetts False Claims Act, Mass. Ann. Laws Ch. 12, § 5(B); Montana False Claims Act, MCA § 17-8-401, *et seq.*; Nevada - Submission Of False Claims to State or Local Government, NRS § 357.010, *et seq.*; New Hampshire False Claims Act, § 167:61-B, *et seq.*; North Carolina False Claims Act, N.C. Gen. Stat. § 1-605(a)(1); North Carolina False Claims Act, N.C. Gen. Stat. § 1-605(a)(2); Tennessee Medicaid False Claims Act, Tenn. Code Ann. § 71-5-182(a)(1)(A) and Tennessee False Claims Act, Tenn. Code Ann. § 4-18-103(a)(1); Tennessee Medicaid False Claims Act, Tenn. Code Ann. § 71-5-182(a)(1)(B) and Tennessee False Claims Act, Tenn. Code Ann. § 4-18-103(a)(2); Virginia Fraud Against Taxpayers Act, Va. Code Ann. §8.01-216.3(A)(1); Virginia Fraud Against Taxpayers Act, Va. Code Ann. §8.01-216.3(A)(2); Washington State Medicaid Fraud False Claims Act, RCW §74.66.005, *et seq.*; and Wisconsin False Claims Act, Wis. Stat. § 20.931(2)(a); and Wisconsin False Claims Act, Wis. Stat. § 20.931(2)(b).

(h) In favor of the Plaintiffs/Relators for all costs and expenses associated with the supplemental claims of the *Qui Tam* States, including attorney's fees and costs;

(i) In favor of the *Qui Tam* States and Plaintiffs/Relators for all such other relief as the Court deems just and proper;


(j) In the event that the United States or any *Qui Tam* State proceeds with this action, Plaintiffs/Relators, be awarded an appropriate amount for disclosing evidence or information that

the United States and/or *Qui Tam* States did not possess when this action was brought to the government. The appropriate amount is not greater than twenty-five percent (25%) of the proceeds of the action or settlement of a claim. The amount awarded to Plaintiffs/Relators also includes the results of government actions or settlement of claims arising from the expansion of claims through the government's further investigation directly generated from or attributable to Plaintiffs/Relators' information; and

(k) Such other relief as this Court deems just and appropriate.

Dated: February 11, 2016

Respectfully submitted,

/s/ Thomas W. Sheridan 
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EXHIBIT 1

Exhibit 1- Kindred Nursing Homes Names

Provider #	Kindred Nursing Home Name	Address	City	State	Zip	Applicable Kindred Ownership Dates (During Reviewed Period)	Kindred's Wholly-Owned Designated Corporate Operator	Facility Exhibit Designation
15111	KINDRED TRANSITIONAL CARE & REHAB-BIG SPRINGS	500 ST. CLAIR AVENUE SOUTHWEST	HUNTSVILLE	AL	35801	11/25/05 to 2/28/14	Kindred Nursing Centers East, LLC	Exhibit 1
15116	KINDRED TRANSITIONAL CARE&REHAB-WHITESBURG GARDENS	105 TEAKWOOD DRIVE	HUNTSVILLE	AL	35801	11/25/05 to 5/31/14	Kindred Nursing Centers East, LLC	Exhibit 1
35094	KACHINA POINT HEALTH CARE & REHAB CENTER	505 JACKS CANYON ROAD	SEDONA	AZ	86351	11/25/05 to 2/1/13	Kindred Nursing Centers West, LLC	Exhibit 1
56260	KINDRED NURSING AND HEALTHCARE - BAYBERRY	1800 ADOBE STREET	CONCORD	CA	94520	2/6/07 to 12/21/15	Kindred Nursing Centers West, LLC California Nursing Centers, LLC Bayberry Care Center, LLC	Exhibit 1
65077	KINDRED TRANSITIONAL CARE AND REHAB-CHERRY	3575 SOUTH WASHINGTON STREET	ENGLEWOOD	CO	80110	11/25/05 to 5/31/14	Kindred Nursing Centers West, LLC	Exhibit 1
75185	ANDREW HOUSE HEALTHCARE	66 CLINIC DR	NEW BRITAIN	CT	06051	11/25/05 to 5/1/13		Exhibit 1
115115	SPECIALTY CARE OF MARIETTA	26 TOWER RD	MARIETTA	GA	30060	11/25/05 to 2013		Exhibit 1
115120	SAVANNAH HEALTHCARE AND REHABILITATION CENTER	815 EAST 63 STREET	SAVANNAH	GA	31405	11/25/05 to 2013		Exhibit 1
115132	KINDRED TRANSITIONAL CARE AND REHAB - ABERCORN	11800 ABERCORN STREET	SAVANNAH	GA	31419	11/25/05 to 4/30/14	Kindred Nursing Centers, LP	Exhibit 1
115360	KINDRED TRANSITIONAL CARE AND REHAB - LAFAYETTE	110 BRANDYWINE BOULEVARD	FAYETTEVILLE	GA	30214	11/25/05 to 12/21/15	Lafayette Health Care Centers, Inc.	Exhibit 1
135051	KINDRED NURSING & REHAB - CANYON WEST	2814 SOUTH INDIANA AVENUE	CALDWELL	ID	83605	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 1
155188	KINDRED TRANSITIONAL CARE AND REHAB-GREENFIELD	200 GREEN MEADOWS DR	GREENFIELD	IN	46140	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155193	KINDRED TRANSITIONAL CARE AND REHAB-GREENWOOD	377 WESTRIDGE BLVD	GREENWOOD	IN	46142	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155218	KINDRED TRANSITIONAL CARE AND REHABILITATION-DYER	2300 GREAT LAKES DR	DYER	IN	46311	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155219	REGENCY PLACE OF SOUTH BEND	52654 N IRONWOOD RD	SOUTH BEND	IN	46635	11/25/05 to 8/5/13		Exhibit 1
155222	KINDRED TRANSITIONAL CARE AND REHAB-KOKOMO	429 W LINCOLN RD	KOKOMO	IN	46902	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155242	MUNCIE HEALTH & REHABILITATION CENTER	4301 N WALNUT ST	MUNCIE	IN	47303	11/25/05 to 5/15/13		Exhibit 1
155243	REGENCY PLACE OF LAFAYETTE	300 WINDY HILL DR	LAFAYETTE	IN	47905	11/25/05 to 8/5/13		Exhibit 1
155265	KINDRED TRANSITIONAL CARE AND REHAB-WEDGEWOOD	101 POTTERS LN	CLARKSVILLE	IN	47129	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155272	KINDRED TRANSITIONAL CARE AND REHAB-CASTLETON	5226 E 82ND ST	INDIANAPOLIS	IN	46250	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155312	KINDRED TRANSITIONAL CARE AND REHAB-INDIAN CREEK	240 BEECHMONT DR	CORYDON	IN	47112	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155378	PARKWOOD HEALTH CARE CENTER	1001 N GRANT ST	LEBANON	IN	46052	11/25/05 to 5/1/13		Exhibit 1
155426	ROYAL OAKS HEALTH CARE AND REHABILITATION CENTER	3500 MAPLE AVE	TERRE HAUTE	IN	47804	11/25/05 to 5/1/13		Exhibit 1
155474	KINDRED NURSING AND REHABILITATION-BREMEN	316 WOODIES LN	BREMEN	IN	46506	11/25/05 to 4/30/14	Kindred Nursing Centers, LP	Exhibit 1
155484	KINDRED TRANSITIONAL CARE AND REHAB-SOUTHWOOD	2222 MARGARET AVE	TERRE HAUTE	IN	47802	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155488	KINDRED TRANSITIONAL CARE AND REHAB-ROLLING HILLS	3625 ST JOSEPH RD	NEW ALBANY	IN	47150	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155496	KINDRED NURSING AND REHABILITATION VALLEY VIEW	333 W MISHAWAKA RD	ELKHART	IN	46517	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155657	KINDRED TRANSITIONAL CARE AND REHAB-HARRISON	150 BEECHMONT DR	CORYDON	IN	47112	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155659	KINDRED TRANSITIONAL CARE AND REHAB-SELLERSBURG	7823 OLD HWY # 60	SELLERSBURG	IN	47172	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
155670	ANGEL RIVER HEALTH AND REHABILITATION	5233 ROSEBUD LN	NEWBURGH	IN	47630	11/25/05 to 8/5/13		Exhibit 1
185089	KINDRED TRANSITIONAL CARE AND REHABILITATION ROSEWOOD	550 HIGH ST.	BOWLING GREEN	KY	42101	11/25/05 to 3/31/14		Exhibit 1
185118	KINDRED NURSING AND REHABILITATION-WOODLAND	1117 WOODLAND DRIVE	ELIZABETHTOWN	KY	42701	11/25/05 to 3/31/14		Exhibit 1
185120	KINDRED TRANSITIONAL CARE AND REHABILITATION - HILLCREST	3740 OLD HARTFORD RD	OWENSBORO	KY	42303	11/25/05 to 3/31/14		Exhibit 1
185127	KINDRED NURSING AND REHABILITATION-DANVILLE	642 NORTH THIRD STREET	DANVILLE	KY	40422	11/25/05 to 3/31/14	Kindred Nursing Centers, LP	Exhibit 1
185142	HERITAGE MANOR HEALTH CARE CENTER	401 INDIANA AVE	MAYFIELD	KY	42066	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
185287	KINDRED NURSING AND REHABILITATION-HARRODSBURG	853 LEXINGTON ROAD	HARRODSBURG	KY	40330	11/25/05 to 3/31/14	Kindred Nursing Centers, LP	Exhibit 1
225133	KINDRED TRANSITIONAL CARE & REHAB-BLUEBERRY HILL	75 BRIMBAL AVENUE	BEVERLY	MA	01915	11/25/05 to 5/1/14	Kindred Nursing Centers East, LLC	Exhibit 1
225210	KINDRED NURSING & REHABILITATION-RIVER TERRACE	1675 NORTH MAIN STREET	LANCASTER	MA	01523	11/25/05 to 5/31/14	Kindred Nursing Centers East, LLC	Exhibit 1
225230	KINDRED NURSING & REHAB CENTER - GREAT BARRINGTON	148 MAPLE AVENUE	GREAT BARRINGTON	MA	01230	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
225242	KINDRED TRANSITIONAL CARE & REHAB-WESTBOROUGH	5 COLONIAL DRIVE	WESTBOROUGH	MA	01581	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
225263	KINDRED TRANSITIONAL CARE & REHABILITATION-QUINCY	11 MCGRATH HIGHWAY	QUINCY	MA	02169	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
225320	KINDRED TRANSITIONAL CARE & REHAB-EAGLE POND	1 LOVE LANE	SOUTH DENNIS	MA	02660	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
225322	SACHEM SKILLED NURSING & REHABILITATION CENTER	66 CENTRAL STREET	EAST BRIDGEWATER	MA	02333	11/25/05 to 6/1/13		Exhibit 1

Provider #	Kindred Nursing Home Name	Address	City	State	Zip	Applicable Kindred Ownership Dates (During Reviewed Period)	Kindred's Wholly-Owned Designated Corporate Operator	Facility Exhibit Designation
225326	BOLTON MANOR NURSING & REHABILITATION CENTER	400 BOLTON STREET	MARLBOROUGH	MA	01752	11/25/05 to 5/1/13		Exhibit 1
225332	COUNTRY REHABILITATION & NURSING CENTER	180 LOW STREET	NEWBURYPORT	MA	01950	11/25/05 to 5/1/13		Exhibit 1
225435	COLONY HOUSE NURSING & REHABILITATION CENTER	277 WASHINGTON STREET	ABINGTON	MA	02351	11/25/05 to 6/1/13		Exhibit 1
225444	KINDRED NURSING & REHAB-BLUE HILLS ALZHEIMER'S	1044 PARK STREET	STOUGHTON	MA	02072	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
225456	KINDRED NURSING AND REHABILITATION-DEN-MAR	44 SOUTH STREET	ROCKPORT	MA	01966	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
225461	KINDRED TRANSITIONAL CARE & REHAB-FRANKLIN	130 CHESTNUT STREET	FRANKLIN	MA	02038	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
225483	KINDRED NURSING AND REHABILITATION-OAKWOOD	11 PONTIAC AVENUE	WEBSTER	MA	01570	11/25/05 to 5/31/14	Kindred Nursing Centers East, LLC	Exhibit 1
225512	KINDRED TRANSITIONAL CARE & REHAB-FORESTVIEW	50 INDIAN NECK ROAD	WAREHAM	MA	02571	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Forestview Nursing, LLC	Exhibit 1
225516	ELIOT HEALTHCARE CENTER	168 WEST CENTRAL STREET	NATICK	MA	01760	11/25/05 to 5/1/13		Exhibit 1
225536	KINDRED TRANSITIONAL CARE & REHAB-HARRINGTON	160 MAIN STREET	WALPOLE	MA	02081	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
225549	KINDRED NURSING & REHABILITATION-BRIGHAM	77 HIGH STREET	NEWBURYPORT	MA	01950	11/25/05 to 12/31/13	Kindred Nursing Centers East, LLC	Exhibit 1
225719	KINDRED TRANSITIONAL CARE & REHAB-HIGHGATE	10 CAREMATRIX DRIVE	DEDHAM	MA	02026	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Highgate Nursing, LLC	Exhibit 1
225737	KINDRED NURSING & REHABILITATION-HARBORLIGHTS	804 EAST 7TH STREET	BOSTON	MA	02127	3/15/06 to 12/21/15	Harborlights Nursing, LLC Kindred Nursing Centers, East, LLC	Exhibit 1
265288	TABLEROCK HEALTHCARE	276 FOUNTAIN LANE	KIMBERLING CITY	MO	65686	11/25/05 to 1/1/11		Exhibit 1
345002	KINDRED TRANSITIONAL CARE & REHAB-CYPRESS POINTE	2006 S 16TH ST	WILMINGTON	NC	28401	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345003	KINDRED TRANSITIONAL CARE & REHAB-SILAS CREEK	3350 SILAS CREEK PARKWAY	WINSTON-SALEM	NC	27103	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345053	KINDRED TRANSITIONAL CARE & REHAB-PETTIGREW	1515 W PETTIGREW ST	DURHAM	NC	27705	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345077	KINDRED TRANSITIONAL CARE & REHAB-SUNNYBROOK	25 SUNNYBROOK RD	RALEIGH	NC	27610	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345104	KINDRED NURSING & REHABILITATION-ZEBULON	509 W GANNON AVE	ZEBULON	NC	27597	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345254	KINDRED TRANSITIONAL CARE & REHAB-MONROE	1212 EAST SUNSET DR	MONROE	NC	28112	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
345336	GUARDIAN CARE OF ROANOKE RAPIDS	305 FOURTEENTH STREET	ROANOKE RAPIDS	NC	27870	11/25/05 to 5/1/13		Exhibit 1
345344	KINDRED NURSING & REHABILITATION-HENDERSON	280 SOUTH BECKFORD DR	HENDERSON	NC	27536	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
345375	KINDRED NURSING & REHAB-SCOTLAND NECK	920 JR HIGH SCHOOL RD	SCOTLAND NECK	NC	27874	11/25/05 to 8/5/13		Exhibit 1
305018	DOVER REHABILITATION AND LIVING CENTER	307 PLAZA DRIVE	DOVER	NH	03820	11/25/05 to 5/1/13		Exhibit 1
305020	KINDRED NURSING AND REHABILITATION-HANOVER TERRACE	49 LYME ROAD	HANOVER	NH	03755	11/25/05 to 6/30/14		Exhibit 1
295006	LAS VEGAS HEALTHCARE AND REHAB CENTER	2832 S. MARYLAND PARKWAY	LAS VEGAS	NV	89109	11/25/05 to 12/19/12		Exhibit 1
365329	KINDRED NURSING AND REHABILITATION-COMMUNITY	175 COMMUNITY DRIVE	MARION	OH	43302	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
365435	KINDRED TRANSITIONAL CARE & REHAB-LOGAN	300 ARLINGTON AVENUE	LOGAN	OH	43138	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
365636	KINDRED TRANSITIONAL CARE & REHAB-PICKERINGTON	1300 HILL ROAD NORTH	PICKERINGTON	OH	43147	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
365644	KINDRED TRANSITIONAL CARE & REHAB-WINCHESTER PLACE	36 LEHMAN DR	CANAL WINCHESTER	OH	43110	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
365694	KINDRED TRANSITIONAL CARE AND REHABILITATION - CHILLICOTHE	60 MARIETTA ROAD	CHILLICOTHE	OH	45601	11/25/05 to 5/1/13		Exhibit 1
365920	KINDRED NURSING AND REHABILITATION - LEBANON	700 MONROE ROAD	LEBANON	OH	45036	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 1
366225	KINDRED NURSING & REHAB - STRATFORD	7000 COCHRAN ROAD	GLENWILLOW	OH	44139	2/8/11 to 12/21/15	KND Development 51, LLC	Exhibit 1
395237	KINDRED TRANSITIONAL CARE AND REHABILITATION-WYOMISSING	1000 EAST WYOMISSING BLVD	READING	PA	19611	11/25/05 to 6/30/14		Exhibit 1
445075	MADISON HEALTHCARE AND REHABILITATION CENTER	431 LARKIN SPRING RD	MADISON	TN	37115	11/25/05 to 8/14/13		Exhibit 1
445136	KINDRED NURSING AND REHABILITATION-MASTERS	278 DRY VALLEY RD	ALGOOD	TN	38501	11/25/05 to 4/30/14	Kindred Nursing Centers, LP	Exhibit 1
445245	KINDRED NURSING AND REHABILITATION-MARYVILLE	1012 JAMESTOWN WAY	MARYVILLE	TN	37803	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
445253	KINDRED NURSING AND REHABILITATION-LOUDON	1520 GROVE ST BOX 190	LOUDON	TN	37774	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
445286	KINDRED NURSING AND REHABILITATION-FAIRPARK	307 N FIFTH ST BOX 5477	MARYVILLE	TN	37801	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
445297	KINDRED HEALTH AND REHABILITATION-NORTHAVEN	3300 BROADWAY NE	KNOXVILLE	TN	37917	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 1
465006	WASATCH VALLEY REHABILITATION	2200 EAST 3300 SOUTH	SALT LAKE CITY	UT	84109	11/25/05 to 10/31/09		Exhibit 1
465055	KINDRED TRANSITIONAL CARE AND REHABILITATION-FEDERAL HEIGHTS	41 SOUTH 900 EAST	SALT LAKE CITY	UT	84102	11/25/05 to 1/1/13		Exhibit 1
465064	KINDRED NURSING AND REHABILITATION - ST GEORGE	1032 EAST 100 SOUTH	ST GEORGE	UT	84770	11/25/05 to 6/30/14	Kindred Nursing Centers West, LLC	Exhibit 1
465110	CROSSLANDS REHABILITATION AND HEALTHCARE CENTER	575 EAST 11000 SOUTH	SANDY	UT	84070	11/25/05 to 1/1/13		Exhibit 1

Provider #	Kindred Nursing Home Name	Address	City	State	Zip	Applicable Kindred Ownership Dates (During Reviewed Period)	Kindred's Wholly-Owned Designated Corporate Operator	Facility Exhibit Designation
495241	KINDRED NURSING AND REHABILITATION-RIVER POINTE	4142 BONNEY ROAD	VIRGINIA BEACH	VA	23452	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 1
475003	KINDRED TRANSITIONAL CARE & REHAB BIRCHWOOD TERRACE	43 STARR FARM RD	BURLINGTON	VT	05408	11/25/05 to 12/21/15		Exhibit 1
475030	STARR FARM NURSING CENTER	98 STARR FARM RD	BURLINGTON	VT	05408	11/25/05 to 12/21/15	Starr Farm Partnership	Exhibit 1
505304	KINDRED TRANSITIONAL CARE & REHAB - RAINIER VISTA	920 12TH AVENUE SOUTHEAST	PUYALLUP	WA	98372	11/25/05 to 5/31/14	Kindred Nursing Centers West, LLC	Exhibit 1
505347	KINDRED TRANSITIONAL CARE & REHAB CENTER- LAKEWOOD	11411 BRIDGEPORT WAY	TACOMA	WA	98499	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 1
525420	KENNEDY PARK NURSING AND REHAB CENTER	6001 ALDERSON ST	SCHOFIELD	WI	54476	11/25/05 to 2/1/13	KINDRED NURSING CENTERS LIMITED PARTNERSHIP	Exhibit 1
525482	KINDRED NURSING AND REHAB-BURLINGTON (MOUNT CARMEL MEDICAL	677 E STATE ST	BURLINGTON	WI	53105	11/25/05 to 5/31/14	Kindred Nursing Centers, LP	Exhibit 1
535013	KINDRED TRANSITIONAL CARE AND REHABILITATION-CHEYENNE	3128 BOXELDER DRIVE	CHEYENNE	WY	82001	11/25/05 to 9/8/15	Kindred Nursing Centers West, LLC	Exhibit 1

EXHIBIT 2

Exhibit 2- Kindred Nursing Homes Names (Facilities for Which Additional Staffing Data Is Required)

Provider #	Kindred Nursing Home Name	Address	City	State	Zip	Applicable Kindred Ownership Dates (During Reviewed Period)	Kindred's Wholly-Owned Designated Corporate Operator	Facility Exhibit Designation
15151	KINDRED TRANSITIONAL CARE & REHABILITATION-MOBILE	1758 SPRINGHILL AVE	MOBILE	AL	36607	11/25/05 to 2/15/13	Kindred Nursing Centers East, LLC	Exhibit 2
35070	KINDRED TRANSITIONAL CARE AND REHAB-NORTHWEST	1919 WEST MEDICAL STREET	TUCSON	AZ	85704	11/25/05 to 4/30/14		Exhibit 2
35086	KINDRED NURSING AND REHABILITATION-HACIENDA	660 SOUTH CORONADO DRIVE	SIERRA VISTA	AZ	85635	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
55042	ALTA VISTA HEALTHCARE	9020 GARFIELD STREET	RIVERSIDE	CA	92503	11/25/05 to 1/20/10	Riverside Hawthorne & Wellness Center, LLC	Exhibit 2
55252	KINDRED HEALTHCARE CENTER OF ORANGE	920 WEST LA VETA STREET	ORANGE	CA	92868	11/25/05 to 12/1/09		Exhibit 2
56327	KINDRED TRANSITIONAL CARE & REHAB - WALNUT CREEK (CARE CENTER OF ROSSMOOR)	1224 ROSSMOOR PARKWAY	WALNUT CREEK	CA	94595	2/6/07 to 12/21/15	Care Center of Rossmoor , LLC CNC, LLC	Exhibit 2
555090	KINDRED NURSING AND TRANSITIONAL CARE-PACIFIC COAST	720 EAST ROMIE LANE	SALINAS	CA	93901	2/6/07 to 12/21/15	Pacific Coast Care Center, LLC California Nursing Centers, LLC Kindred Nursing Centers West, LLC	Exhibit 2
555256	CALIFORNIAN CARE CENTER	2211 MOUNT VERNON AVENUE	BAKERSFIELD	CA	93306	11/25/05 to 12/14/09		Exhibit 2
555356	KINDRED TRANSITIONAL CARE AND REHAB - CANYONWOOD	2120 BENTON DRIVE	REDDING	CA	96003	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
555416	KINDRED TRANSITIONAL CARE AND REHAB-FOOTHILL	401 W. ADA AVE.	GLENDORA	CA	91741	11/25/05 to 12/21/15	Foothill Nursing Company Partnership	Exhibit 2
555754	KINDRED TRANSITIONAL CARE AND REHABILITATION-VILLA	1586 W. SAN MARCOS BLVD	SAN MARCOS	CA	92069	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
65001	KINDRED NURSING AND REHABILITATION-AURORA	10201 EAST THIRD AVENUE	AURORA	CO	80010	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
65196	KINDRED HEALTHCARE AND REHABILITATION CENTER OF NORTHGLENN	401 MALLEY DRIVE	NORTHGLENN	CO	80233	11/25/05 to 4/9/13		Exhibit 2
75011	KINDRED TRANSITIONAL CARE & REHAB-WINDSOR	581 POQUONOCK AVE	WINDSOR	CT	06095	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 2
75195	KINDRED TRANSITIONAL CARE & REHAB-PARKWAY PAVILION	1157 ENFIELD ST	ENFIELD	CT	06082	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
75196	CROSSINGS EAST CAMPUS, THE	78 VIETS ST EXTENSION	NEW LONDON	CT	06320	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
135019	KINDRED NURSING & REHAB - NAMPA	404 NORTH HORTON STREET	NAMPA	ID	83651	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
135021	KINDRED TRANSITIONAL CARE & REHAB - LEWISTON	3315 8TH STREET	LEWISTON	ID	83501	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
135077	BOISE HEALTH AND REHABILITATION CENTER	1001 SOUTH HILTON STREET	BOISE	ID	83705	11/25/05 to 4/9/13		Exhibit 2
135093	KINDRED NURSING & REHAB - ASPEN PARK	420 ROWE STREET	MOSCOW	ID	83843	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
155133	KINDRED TRANSITIONAL CARE AND REHAB-COLUMBUS	2100 MIDWAY ST	COLUMBUS	IN	47201	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 2
155501	KINDRED NURSING AND REHABILITATION-MEADOWVALE	1529 W LANCASTER ST	BLUFFTON	IN	46714	11/25/05 to 4/30/14	Kindred Nursing Centers, LP	Exhibit 2
185146	FOUNTAIN CIRCLE CARE & REHABILITATION CENTER	200 GLENWAY ROAD	WINCHESTER	KY	40391	11/25/05 to 5/15/13		Exhibit 2
185179	NORTHFIELD CENTRE FOR HEALTH & REHABILITATION	6000 HUNTING RD.	LOUISVILLE	KY	40222	11/25/05 to 4/1/13		Exhibit 2
185196	KINDRED NURSING AND REHABILITATION-BASHFORD	3535 BARDSTOWN ROAD	LOUISVILLE	KY	40218	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 2
185209	KINDRED NURSING AND REHABILITATION-RIVERSIDE	190 EAST HWY. 136	CALHOUN	KY	42327	11/25/05 to 3/31/14	Kindred Nursing Centers, LP	Exhibit 2
185294	KINDRED NURSING AND REHABILITATION-MAPLE	515 GREENE DRIVE	GREENVILLE	KY	42345	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 2
185408	LIBERTY CARE AND REHABILITATION CENTER	616 S WALLACE WILKINSON BLVD	LIBERTY	KY	42539	11/25/05 to 8/5/13		Exhibit 2
225170	KINDRED NURSING AND REHABILITATION-WALDEN	785 MAIN STREET	WEST CONCORD	MA	01742	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
225185	KINDRED NURSING & REHABILITATION-COUNTRY GARDENS	2045 GRAND ARMY HIGHWAY	SWANSEA	MA	02777	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
225222	NEWTON AND WELLESLEY ALZHEIMER CENTER	694 WORCESTER RD	WELLESLEY FMS	MA	02181	11/25/05 to 5/1/13		Exhibit 2
225227	KINDRED NURSING & REHABILITATION-HILLCREST	94 SUMMER STREET	FITCHBURG	MA	01420	11/25/05 to 5/31/14	Kindred Nursing Centers East, LLC	Exhibit 2
225309	LEDGEWOOD REHABILITATION & SKILLED NURSING CENTER	87 HERRICK STREET	BEVERLY	MA	01915	11/25/05 to 12/21/15		Exhibit 2
225370	KINDRED TRANSITIONAL CARE & REHAB-HAMMERSMITH	73 CHESTNUT STREET	SAUGUS	MA	01906	11/25/05 to 5/31/14	Kindred Nursing Centers East, LLC	Exhibit 2
225445	KINDRED NURSING AND REHABILITATION-BRAINTREE	1102 WASHINGTON STREET	BRAINTREE	MA	02184	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Braintree Nursing, LLC	Exhibit 2
225453	KINDRED TRANSITIONAL CARE & REHAB-CRAWFORD	273 OAK GROVE AVENUE	FALL RIVER	MA	02723	11/25/05 to 6/30/14	Kindred Nursing Centers East, LLC	Exhibit 2

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225465	KINDRED NURSING & REHABILITATION-HALL MARK	1123 ROCKDALE AVENUE	NEW BEDFORD	MA	02740	11/25/05 to 9/8/15	Kindred Nursing Centers East, LLC	Exhibit 2
225469	LAUREL RIDGE REHAB AND SKILLED CARE CENTER	174 FOREST HILLS STREET	BOSTON	MA	02130	11/25/05 to 6/13		Exhibit 2
225486	PRESENTATION NURSING & REHABILITATION CENTER	10 BELLAMY STREET	BOSTON	MA	02135	11/25/05 to 6/13		Exhibit 2
225567	SEACOAST NURSING & REHABILITATION CENTER INC	292 WASHINGTON STREET	GLOUCESTER	MA	01930	11/25/05 to 12/21/15		Exhibit 2
225587	KINDRED NURSING AND REHABILITATION-TOWER HILL	ONE MEADOWBROOK WAY	CANTON	MA	02021	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Tower Hill Nursing, LLC	Exhibit 2
225642	KINDRED TRANSITIONAL CARE & REHAB-COUNTRY ESTATES	1200 SUFFIELD STREET	AGAWAM	MA	01001	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Country Estates Nursing, LLC	Exhibit 2
225668	KINDRED TRANSITIONAL CARE & REHAB-THE MEADOWS	111 HUNTOON MEMORIAL HIGHWAY	ROCHDALE	MA	01542	3/15/06 to 9/3/13	Kindred Nursing Centers, East, LLC Meadows Nursing, LLC	Exhibit 2
225674	KINDRED TRANSITIONAL CARE & REHABILITATION-AVERY	100 WEST STREET	NEEDHAM	MA	02194	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Avery Manor Nursing, LLC	Exhibit 2
225723	KINDRED TRANSITIONAL CARE AND REHAB-HIGHLANDER	1748 HIGHLAND AVENUE	FALL RIVER	MA	02720	3/15/06 to 12/21/15	Kindred Nursing Centers, East, LLC Highlander Nursing, LLC	Exhibit 2
225749	KINDRED NURSING & REHABILITATION-LAUREL LAKE	620 LAUREL STREET	LEE	MA	01238	3/15/06 to 12/21/15	Kindred Nursing Centers East, LLC Laurel Lake Health and Rehabilitation, LLC	Exhibit 2
205062	BREWER REHAB AND LIVING CENTER	74 PARKWAY SOUTH	BREWER	ME	04412	11/25/05 to 7/1/13		Exhibit 2
205077	AUGUSTA REHABILITATION CENTER	188 EASTERN AVE	AUGUSTA	ME	04330	11/25/05 to 7/1/13		Exhibit 2
205078	WINSHIP GREEN NURSING CENTER	51 WINSHIP ST	BATH	ME	04530	11/25/05 to 7/1/13		Exhibit 2
275030	KINDRED TRANSITIONAL CARE & REHAB - PARK PLACE	1500 32ND ST S	GREAT FALLS	MT	59405	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
345049	KINDRED TRANSITIONAL CARE & REHAB-RALEIGH	616 WADE AVENUE	RALEIGH	NC	27605	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
345081	KINDRED TRANSITIONAL CARE & REHAB-ROSE MANOR	4230 NORTH ROXBORO ROAD	DURHAM	NC	27704	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 2
345159	KINDRED NURSING & REHABILITATION-LINCOLN	1410 EAST GASTON ST	LINCOLNTON	NC	28092	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
345162	REHABILITATION AND HEALTH CENTER OF GASTONIA	416 N HIGHLAND ST	GASTONIA	NC	28052	11/25/05 to 5/1/13		Exhibit 2
345359	KINDRED TRANSITIONAL CARE & REHAB-AHOSKIE	604 STOKES STREET EAST	AHOSKIE	NC	27910	11/25/05 to 8/5/13		Exhibit 2
345365	KINSTON HEALTHCARE AND REHABILITATION CENTER	907 CUNNINGHAM RD	KINSTON	NC	28501	11/25/05 to 5/1/13		Exhibit 2
285049	HOMESTEAD NURSING & REHABILITATION CENTER	4735 SOUTH 54TH STREET	LINCOLN	NE	68516	11/25/05 to 2010	Kindred Healthcare Operating, Inc. Homestead Health and Rehabilitation Center, LLC	Exhibit 2
305005	KINDRED TRANSITIONAL CARE & REHABILITATION-GREENBRIAR	55 HARRIS ROAD	NASHUA	NH	03062	11/25/05 to 12/21/15		Exhibit 2
295045	TORREY PINES CARE CENTER	1701 S. TORREY PINES DRIVE	LAS VEGAS	NV	89146	11/25/05 to 12/19/12		Exhibit 2
365673	KINDRED TRANSITIONAL CARE AND REHABILITATION - FRANKLIN WOODS	2770 CLIME ROAD	COLUMBUS	OH	43223	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
365713	KINDRED TRANSITIONAL CARE & REHAB-LAKEMED	70 NORMANDY DR	PAINESVILLE	OH	44077	11/25/05 to 12/21/15	PersonaCare of Ohio, Inc.	Exhibit 2
365770	KINDRED NURSING & REHABILITATION-CAMBRIDGE	1471 WILLS CREEK VALLEY DRIVE	CAMBRIDGE	OH	43725	11/25/05 to 4/30/14	Kindred Nursing Centers East, LLC	Exhibit 2
365880	COSHOCTON HEALTH & REHABILITATION CENTER	100 SOUTH WHITEWOMAN STREET	COSHOCTON	OH	43812	11/25/05 to 5/1/13		Exhibit 2
385189	KINDRED NURSING AND REHABILITATION - SUNNYSIDE	4515 SUNNYSIDE ROAD SE	SALEM	OR	97302	11/25/05 to 5/31/14		Exhibit 2
445172	KINDRED NURSING AND REHABILITATION-SMITH COUNTY	112 HEALTH CARE DR	CARTHAGE	TN	37030	11/25/05 to 12/21/15	Kindred Nursing Centers, LP	Exhibit 2
465009	KINDRED NURSING & REHABILITATION - WASATCH CARE	3430 HARRISON BOULEVARD	OGDEN	UT	84403	11/25/05 to 6/30/14	Kindred Nursing Centers West, LLC	Exhibit 2
495068	HARBOUR POINTE M & R CENTER	1005 HAMPTON BLVD	NORFOLK	VA	23507	11/25/05 to 5/1/13		Exhibit 2
495086	KINDRED TCC AND REHABILITATION-BAY POINTE	1148 FIRST COLONIAL RD	VIRGINIA BEACH	VA	23454	11/25/05 to 12/21/15	Kindred Nursing Centers East, LLC	Exhibit 2
505204	QUEEN ANNE HEALTHCARE	2717 DEXTER AVENUE NORTH	SEATTLE	WA	98109	11/25/05 to 4/9/13		Exhibit 2
505206	KINDRED TRANSITIONAL CARE & REHAB CTR VANCOUVER	400 EAST 33RD STREET	VANCOUVER	WA	98663	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2

Provider #	Kindred Nursing Home Name	Address	City	State	Zip	Applicable Kindred Ownership Dates (During Reviewed Period)	Kindred's Wholly-Owned Designated Corporate Operator	Facility Exhibit Designation
505214	KINDRED NURSING AND REHABILITATION - ARDEN	16357 AURORA AVENUE NORTH	SEATTLE	WA	98133	11/25/05 to 12/21/15	Kindred Nursing Centers West, LLC	Exhibit 2
505223	BELLINGHAM HEALTH CARE AND REHABILITATION SERVICE	1200 BIRCHWOOD AVENUE	BELLINGHAM	WA	98225	11/25/05 to 4/9/13		Exhibit 2
505294	KINDRED TRANSITIONAL CARE & REHAB CTR - BEACON HILL	128 BEACON HILL DRIVE	LONGVIEW	WA	98632	11/25/05 to 6/30/14	Kindred Nursing Centers West, LLC	Exhibit 2
525330	KINDRED NURSING AND REHAB-MIDDLETON VILLAGE	6201 ELMWOOD AVE	MIDDLETON	WI	53562	11/25/05 to 6/30/14	PersonaCare of Wisconsin, Inc.	Exhibit 2
525389	KINDRED NURSING AND REHABILITATION-NORTH RIDGE	1445 N 7TH ST	MANITOWOC	WI	54220	11/25/05 to 5/31/14	Kindred Nursing Centers, LP	Exhibit 2
525407	FOX RIVER NURSING AND REHAB CENTER (COLONY OAKS CARE CENTER)	601 N BRIARCLIFF DR	APPLETON	WI	54915	11/25/05 to 2/1/13	KINDRED NURSING CENTERS LIMITED PARTNERSHIP	Exhibit 2
525410	KINDRED TRANSITIONAL CARE AND REHAB-EASTVIEW	729 PARK ST	ANTIGO	WI	54409	11/25/05 to 5/31/14	Kindred Nursing Centers, LP	Exhibit 2
525481	VALLHAVEN CARE CENTER	125 BYRD AVE	NEENAH	WI	54956	11/25/05 to 2/1/13		Exhibit 2
535037	SAGE VIEW CARE CENTER	1325 SAGE STREET	ROCK SPRINGS	WY	82901	11/25/05 to 1/31/13		Exhibit 2